

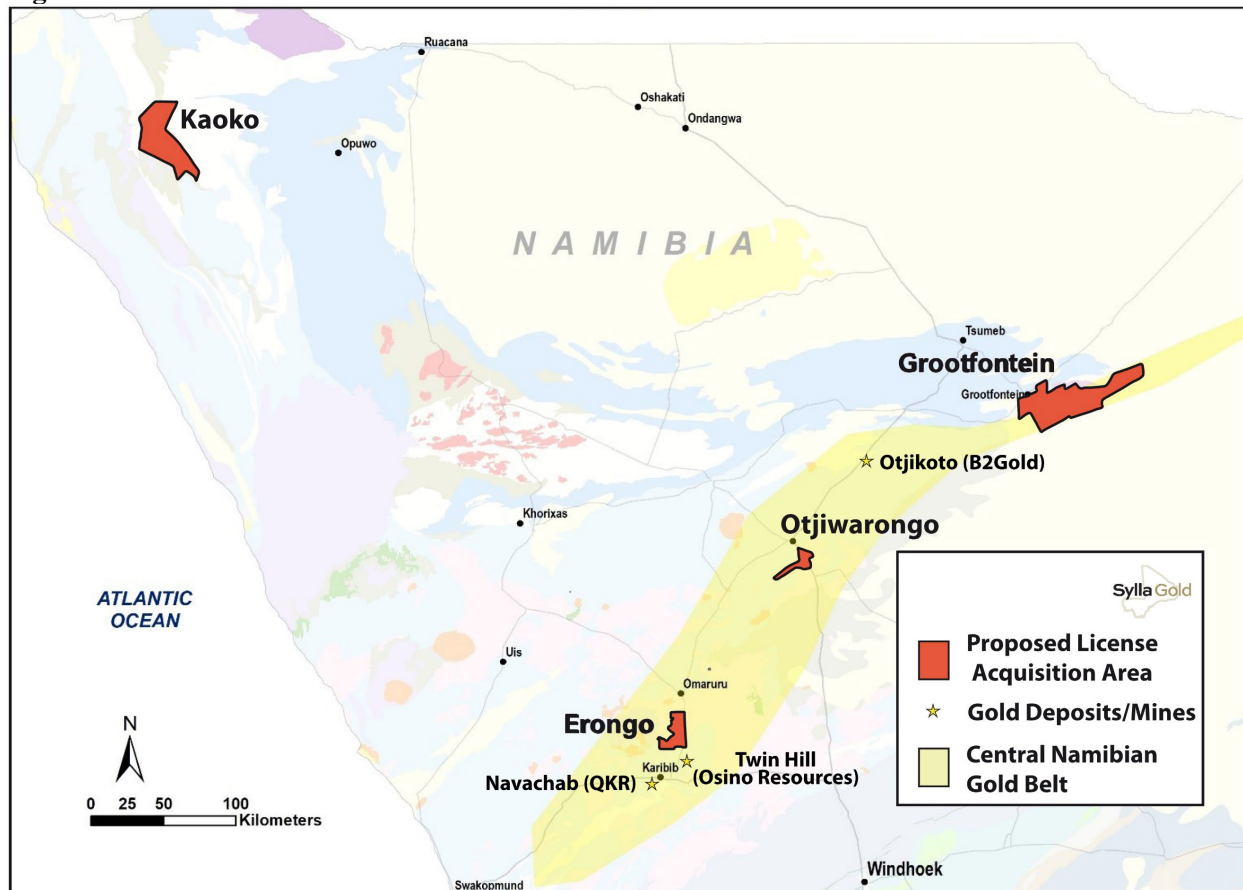


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SYLLA GOLD AMENDS SHARE PURCHASE AGREEMENT TO ACQUIRE DISTRICT SCALE LAND PACKAGE IN NAMIBIAN GOLD BELT

June 13, 2024 – Bedford, Nova Scotia – Sylla Gold Corp. (“Sylla” or the “Company”) (TSXV: SYG) announces that it has amended the share purchase agreement (the "**Agreement**") with Namibia Critical Metals. (“NMI”) to acquire four gold properties located in Namibia as announced on March 4, 2024. Under the agreement, Sylla is to acquire NMI’s 95% interest in its Namibian subsidiaries that own the rights, title and interest to the Grootfontein, Erongo, Otjiwarongo, and Kaoko licences, (Figure 1) and certain associated assets.

Figure 1



Terms of the Agreement

As consideration for the Acquisition, the Company shall: (i) issue the Vendor 3,000,000 common shares (each, a "**Common Share**") in the capital of the Company at a deemed issuance price of \$0.05 per Common

Share; and (ii) shall pay an aggregate cash payment of \$100,000 to the Vendor. The closing date of the transaction has been amended and extended to no later than August 31, 2024. All other terms of the agreement remain in full force and effect.

The Acquisition is subject to the satisfaction (or waiver) of a number of conditions precedent, including, but not limited to receipt of all regulatory approvals and the acceptance of the TSX Venture Exchange. All securities issued pursuant to the Acquisition will be subject to a statutory hold period of four months and one day from the issuance thereof, as applicable, in accordance with applicable securities laws.

Qualified Person Statement

All scientific and technical information contained in this news release was prepared and approved by Gregory Isenor, P.Geo., Director of Sylla Gold Corp. who is a Qualified Person as defined in NI 43-101.

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